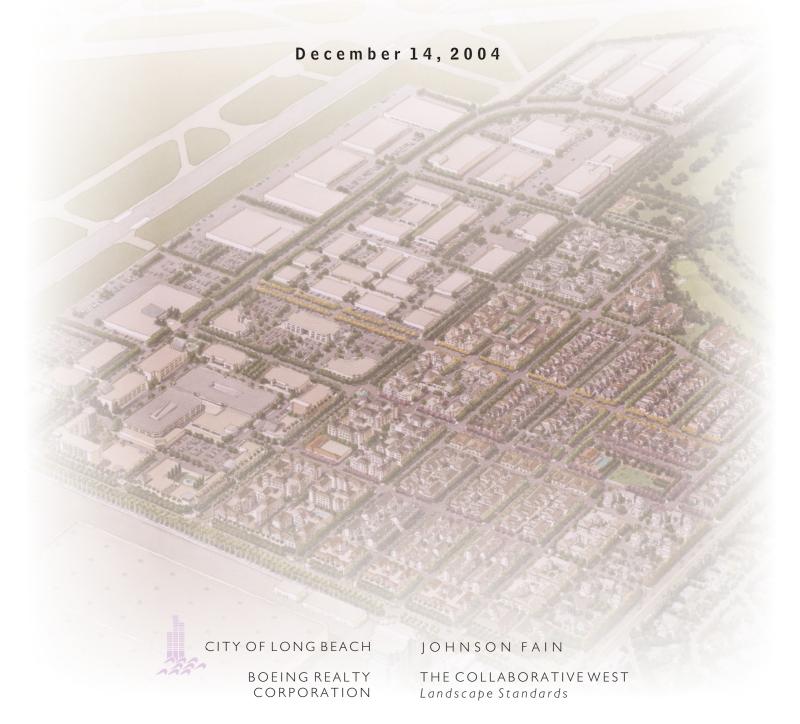


PD-32 DEVELOPMENT STANDARDS





PD-32 DEVELOPMENT STANDARDS

December 14, 2004



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division I

Development Standards

The Development Standards for Planned Development District 32 (PD-32) are intended to be consistent with the City of Long Beach Municipal Code (LBMC) except as otherwise noted. They are mandatory provisions that along with the Design Guidelines and the Development Agreement (DA) between McDonald Douglas Corporation, a wholly-owned susidiary of the Boeing Company (Boeing) and the City will govern the development of the Plan Area within the City of Long Beach as defined in the Plan Boundary Map (see Figure 3 on page 11) unless a variance is obtained. They regulate areas such as land use, density, height, setbacks, streetwalls, view corridors, open space, parking/ loading and access.

The City of Long Beach may, at its discretion, grant variances to the Development Standards contained in this document where the enforcement would otherwise constitute an unreasonable limitation beyond the intent and purpose of the Development Standards, and where such a variance is consistent with the public health, safety and welfare.

Although every attempt has been made to make these development standards consistent with the LBMC, the Department of Planning and Building of the City of Long Beach shall resolve any conflicts between these two documents as part of the Design Review Process.

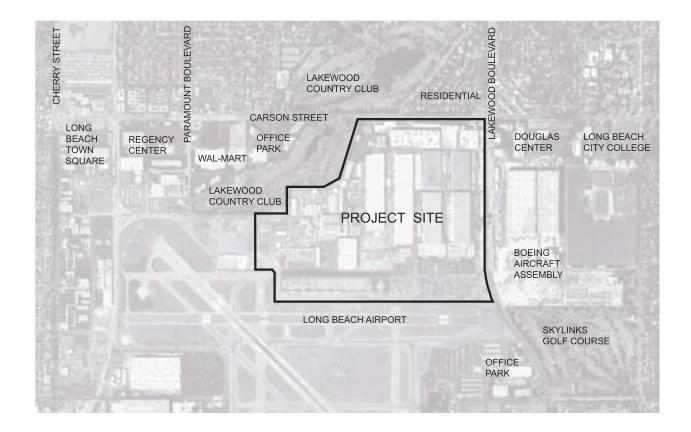


Figure 1: Project Site and Vicinity Map

Intent

In reviewing development proposals and land use issues, the City Council, Planning Commission, and Site Plan Review Committee shall be directed by following goals and objectives:

General Urban Design Goals

- The Master Plan shall acknowledge and appropriately respond to the varying contexts and adjacencies of the site arterial boulevards, airport and airplane manufacturing, golf course and commercial and residential uses.
- The Master Plan shall create an Urban Design Framework that ensures the
 creation of a distinctive environment that creates long-term value and quality
 while being flexible enough to accommodate changes in the economy and
 real estate market. The urban design shall be based on a framework of proven
 historical patterns and precedents found in Long Beach's distinctive and historic
 neighborhoods.
- A sense of place shall be created with clearly defined street hierarchy and character.
 The majority of Long Beach streets are laid out in a rectilinear grid pattern, which is appropriate to creating compact, walkable districts and neighborhoods.
- The master plan shall establish pedestrian orientation and human scale by limiting block sizes to those based on historical patterns and precedent:

Streets

- Design streets as places of shared use. Design streets as public open space to
 promote pedestrian orientation, sociability and safety. Street Right-of-Ways
 should be consistent with the minimum standards set forth in the Long Beach
 Municipal Code (LBMC table 47-1).
- Commercial streets should be scaled appropriately to accommodate pedestrian sidewalks and planted parkways. Major arterial streets with multiple traffic lanes should include landscaped features to maintain an appropriate human scale, and as a way to interface between residential and commercial uses.
- In accordance with the Master Street Tree Plan (see Division V), street trees shall be located to provide shade for pedestrians, and provide appropriate scale and rhythm to the street (regular spacing and consistent alignment).
- Street trees, parkway treatments, gateways and other landscape elements shall
 reflect the character of the community's most distinctive maturely landscaped
 streets (i.e. Bixby Knolls, Virginia Country Club, and Park Estates for residential
 streets and Ocean Boulevard in downtown Long Beach for commercial streets).

Open Space

- The Master Plan shall incorporate public open space and parks to mitigate congestion and provide relief and recreation (in addition to providing private and usable open space per code LBMC Section 21.31.230).
- Locate parks as focal points in the residential portion of the master plan while creating a sense of invitation and comfort to a diversity of users.
- Design the parks to have a variety of passive and active uses while maintaining a serene character.

Residential Uses

- Consistent with the Residential District Standards of the LBMC Chapter 21.31, create residential districts that are based on the scale and character of traditional Long Beach neighborhoods.
- In single family detached uses, locate garages at the rear of the property, accessed
 from rear alleys. This will maintain the sociability and pedestrian orientation of
 the neighborhood by limiting curb cuts and garage doors on the street.
- Promote high quality construction and amenities in a variety of architectural styles that promote well –being, neighborhood sociability and maintain value. Architecture should include features drawn from historic patterns and scale.
- Establish residential districts that reflect traditional neighborhood patterns, take
 advantage of open space amenities, and are compatible with adjacent land uses.
 Create appropriate and compatible transitions between single family and multifamily districts.
- On selected streets, establish "build to" lines that create a consistent street edge that defines the street as a pedestrian friendly cohesive space.
- Design residential units on the first level with individual stoops, porches and entrances to create visual interest, street level activity and neighborhood cohesion.
- To the extent possible, parking should be located below multi-family residential buildings in subterranean or semi- subterranean structures.

Commercial / Mixed-Use Uses

- Development should emphasize pedestrian orientation and the creation of a distinctive village-like urban environment that mitigates conflicts between proposed commercial uses and new and existing residential uses.
- While carefully planning for the needs of vehicular circulation, emphasize a
 pedestrian friendly character with buildings located at front setbacks. Locate
 parking in structures or at the rear or side of buildings.
- Development should be appropriately scaled and based on compatibility with adjoining uses.

Design Review Process

This section of the PD-32 Development Standards establishes the procedures and requirements for review of development and use permits, and shall be consistent with the LBMC. PD-32 will have two entities, the Boeing (or its successor) Design Review Committee (DRC) and the Planning and Building Department of the City of Long Beach (City), which will play a role in reviewing and permitting development proposals. These procedures are established in order to coordinate the review by the two entities.

The role of the DRC is strictly advisory, and its decisions shall not constitute implied City approval of a proposal. The Design Review Process with the City shall be governed by the Site Plan Review process contained in Division V of LBMC Chapter 21.25. The Development Standards contained in this document along with the Design Guidelines for the project shall be used by the City throughout the Site Plan Review process. Proposals not complying with these documents will be deemed unacceptable, and will be rejected.

While the City will strictly adhere to the requirements of the Site Plan Review process in the LBMC, the following provides a general guide to the applicant for the overall design review process, including special submittal requirements in addition to those in the LBMC.

Step 1: Conceptual Site Plan Review

Applicant shall submit conceptual plans in accordance with the application filing requirements and instructions of the City of Long Beach Planning Permit Application to the DRC for an initial review of compliance with the PD-32 Development Standards and Design Guidelines. Following such review, the DRC shall acknowledge conceptual approval of submittal in writing to the City prior to the applicant submitting plans to the City for Conceptual Site Plan Review in accordance with LBMC Section 21.25.502.B.

In order to maintain consistency with the maximum density thresholds stipulated in the Environmental Impact Report and the Development Agreement for the project, the initial written approval by the DRC shall include a summary of the total number of residential units and/ or commercial density (building area) approved and remaining to date. Both the written DRC approval and density summary shall be included as part of the initial submittal to the City for Site Plan Review.

Step 2: Site Plan Review

Upon approval of Conceptual Site Plan Review by the City, the applicant shall submit a Design Package in accordance with the application filing requirements and instructions of the City of Long Beach Planning Permit Application to the DRC for review. Upon

review and written acknowledgement of approval by the DRC to the City, the applicant shall submit the Design Package to the City for Site Plan Review in accordance with LBMC Section 21.25.502A.

Step 3: Compliance Check

Applicant shall submit a Final Design Development Package (site plan and architecture) to the DRC for compliance check. The main purpose of this step is to confirm that project development is consistent with prior approvals and conditions prior to submitting for Plan Check with the City (construction ready documents). The City, at its discretion, may require submittal of this package for compliance with conditions of approval.

Step 4: Record Set

Upon receipt of Building Permit, the applicant shall file a complete copy of the permitted plans bearing the City stamps of approval with DRC.

Federal Aviation Administration (FAA) Approval: During the design process, the applicant must complete and submit Form 7460-1 to the FAA. Prior to issuance of a building permit a copy of all written findings from the FAA regarding compliance with Part 77 height limit regulations related to the Long Beach Airport.

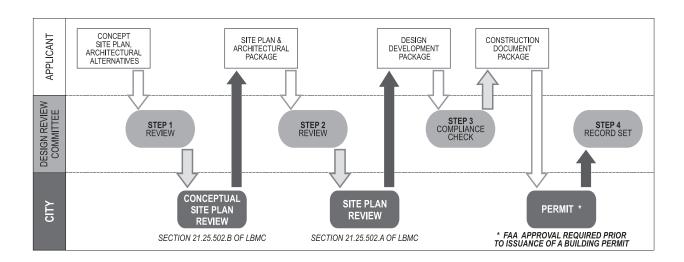
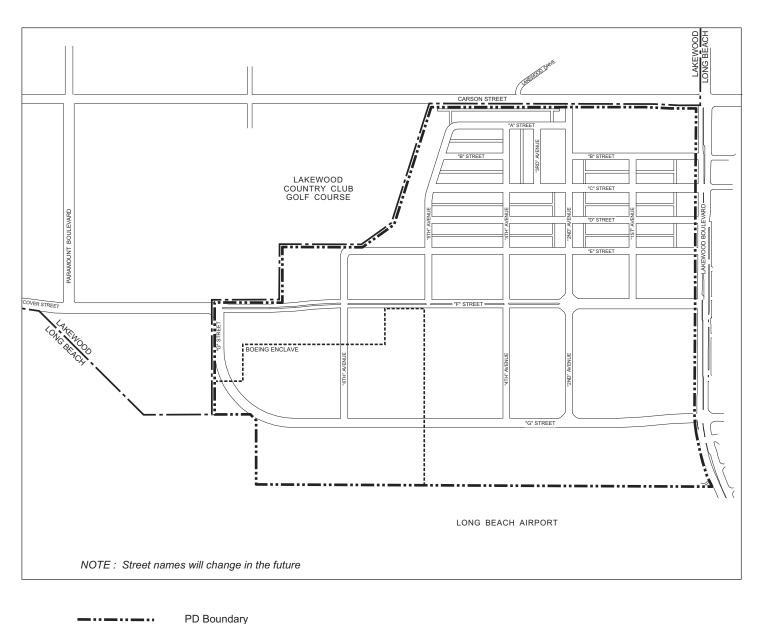


Figure 2: Design Review Process

Division IIEstablishing the Framework

Establishing the Framework



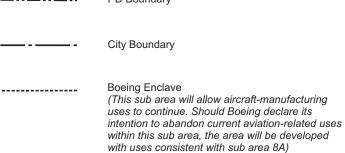


Figure 3: Plan Boundary, Development Block & Street Grids

Planning Sub Areas

The PD-32 planning area is divided into eleven sub areas as illustrated on Figure 4. The intent and general standards for each of these sub areas are as follows:

Residential Sub Areas

Sub Area 1A

Located along Lakewood Boulevard, this high density, multifamily residential district is intended to create an articulated and consistent urban edge of multi-story residential buildings that relate to the scale of the boulevard, and act as buffers for the lower density residential uses to the west. A small public park at the corner of Lakewood Blvd. and Carson Street will be adjacent to part of this sub area.

This sub area shall be consistent with the R-4-N District of the LBMC, unless otherwise specified in this document.

Sub Area 1B

This sub area is located along "F" Street, and it will be the northern edge of a major "gateway" to the planned area. A Mixed Use Overlay zone is established along this edge, which will contain a mix of high density multifamily residential uses, along with active ground floor retail storefronts and pedestrian-serving uses with special on-street parking provisions.

The residential portions of this sub area shall be consistent with the R-4-N District of the LBMC, unless otherwise specified in this document.

Sub Area 2

This sub area will consist of townhouse (traditionally known as "rowhouse") residential buildings. It is intended to become a major contributor to the character of the planned area with consistent building edges, lush landscaped streets, and use of alleys for garage access. This sub area will become the transition between higher density residential uses along Lakewood Boulevard, and the lower density residential uses to the west.

This sub area shall be consistent with the R-3-T District of the LBMC, unless otherwise specified in this document.

Sub Area 3

This sub area will consist of moderate density, multifamily residential uses. It is intended to provide a moderate density use as a transition to the existing scale of older and lower density developments to the north, with the higher density development along Lakewood Boulevard. Along the Carson Street edge, this sub area will provide a setback for the implementation of a bikeway connection.

This sub area shall be consistent with the R-4-R District of the LBMC, unless otherwise specified in this document.

Sub Area 4

This sub area is a single-family residential district with small and moderate sized lots, and will be based on the scale and character of traditional Long Beach neighborhoods, including the use of alleys for garage access. A major public park within this district will be the focal point and the heart of the neighborhood and will provide for a diversity of users.

This sub area shall be consistent with the R-1-M District of the LBMC, unless otherwise specified in this document.

Sub Area 5

This sub area consists of moderate density, multifamily residential uses. This sub area will serve as the project's edge to the existing Lakewood Country Club golf course. This edge is intended to be a porous urban edge that takes advantage of the golf course adjacency. Views to the existing golf course will be provided through the location of view corridors in the form of a small park, pedestrian connections, and landscaped easements. This sub area will provide a setback for the implementation of a bikeway connection.

This sub area shall be consistent with the R-4-R District of the LBMC, unless otherwise specified in this document.

Sub Area 6

This sub area consists of moderate density, multifamily residential uses. Located along "F" Street, it will serve as a continuation of the urban edge established in the mixed use district in Sub Area 1, and will act as a buffer to the lower density residential uses to its north. A major public park will become the anchor to the west of the sub area, and will provide for a variety of recreational use opportunities for all residents.

This sub area shall be consistent with the R-4-R District of the LBMC, unless otherwise specified in this document.

Commercial Sub Areas

Sub Area 7

This sub area located immediately west of Lakewood Boulevard is intended as a primarily office "main street" commercial use zone along with R&D, some light industrial uses, aviation-related uses south of "G" Street, as well as hotel and retail uses to be located along Lakewood Boulevard and/ or "F" Street.

Along "F" Street, this sub area is the southern edge of a major "gateway" to the project, and will be part of the Mixed Use Overlay zone in conjunction with Sub Area 1B. Such edge is envisioned as an active pedestrian edge with ground floor retail storefronts, pedestrian serving uses, hotel lobby/ public uses, and upper story commercial uses, along with special on-street parking provisions.

Table 1: Sub Areas

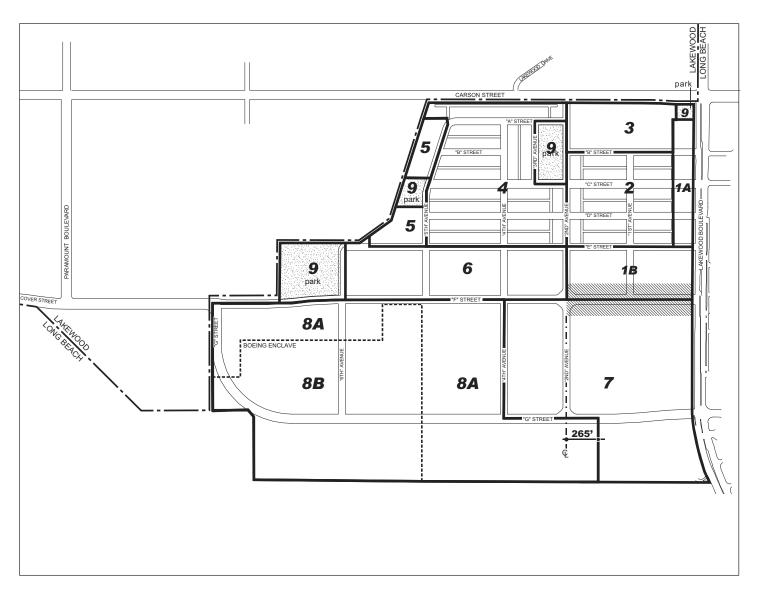
Sub Area	Applicable LBMC Zoning District	Use Classification
Sub Area 1A	R-4-N	High-density Multiple Residential
Sub Area 1B	R-4-N	High-density Multiple Residential
Sub Area 2	R-3-T	Multi-family Residential, Townhouse
Sub Area 3	R-4-R	Moderate-density Multiple Residential
0.1.44	R-1-M-3500 **	Single-family Residential - detached unit with Alley. (35' x 100' lots)
Sub Area 4	R-1-M-4500 **	Single-family Residential - detached unit with Alley. (45' X 100' lots)
Sub Area 5	R-4-R	Moderate-density Multiple Residential
Sub Area 6	R-4-R	Moderate-density Multiple Residential
Sub Area 7	N/A	Office & "Main Street" Commercial, Hotel, Light Industrial*, Aviation-related Uses
Sub Area 8A	N/A	Office, Commercial, Light Industrial*, Aviation-Related Uses
Sub Area 8B	N/A	Continued Aircraft Manufacturing Support, Light Industrial*
Sub Area 9	Р	Parks and Private Recreation Area

NOTE: Sub Areas shall generally be consistent with the applicable LBMC zoning districts listed above except as otherwise provided in this document.

Accessory Use :- As defined in LBMC

^{*} Warehouse / Distribution: Warehouse and Distribution uses are prohibited as a principal use within Sub Areas 7, 8A and 8B. Warehouse and Distribution uses shall be permitted as an Accessory Use provided it does not, at any time, exceed fifty (50) percent of the total Floor Area located on the legal lot or parcel containing such Accessory Use within Sub Areas 7, 8A and 8B.

^{**} The numerical suffix refers to the minimum lot area.



Mixed-Use Overlay Zone (See special development standards for sub areas 1B & 7)

Boeing Enclave

(This sub area will allow aircraft-manufacturing uses to continue. Should Boeing declare its intention to abandon current aviation-related uses within this sub area, the area will be developed with uses consistent with sub area 8A)

All Parks shall be in Sub Area 9 (See special development standards for additional landscaped buffers / landscaped setbacks within each sub area)

Note: The eastern boundary between sub areas 7 and 8A (south of "G" Street) shall be 265 feet east of the centerline of "2nd" Avenue.

Figure 4: Planning Sub Areas

Sub Area 8A

In addition to the uses in Sub Area 7, this sub area is intended to include light industrial uses, certain aviation related uses south of "G" Street, manufacturing, and warehouse/ distribution (as an accessory use).

Sub Area 8B

Also known as the Boeing Enclave, Sub Area 8B is a 43.5 acre area currently housing facilities related to aircraft production; ground support; receiving and delivery operations; customer operations; aircraft and avionic testing; and other related uses. This sub area will allow aircraft manufacturing, and aviation-related uses associated with the existing area to continue. Should current operations of this sub area be discontinued, the area will be developed with uses consistent with Sub Area 8A, at which time the Development Standards for Sub Area 8A shall govern.

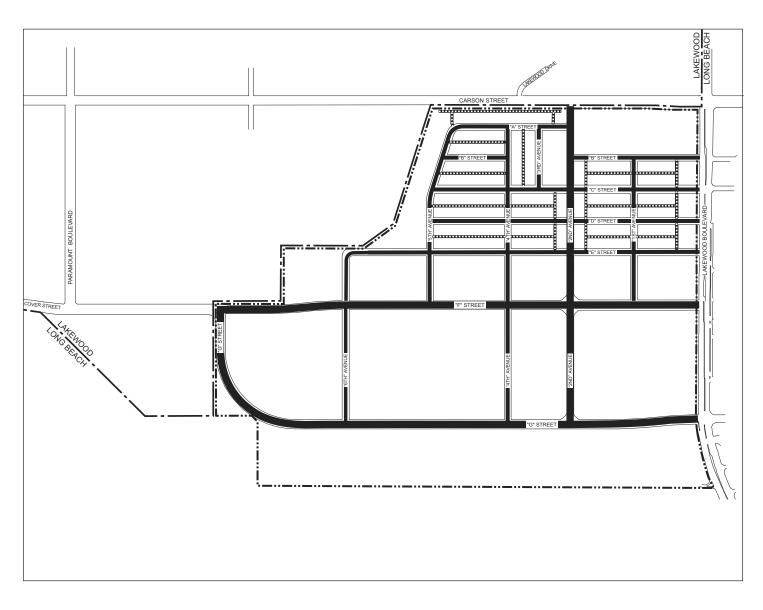
Sub Area 9

This sub area shall include all parks noted in the sub area map (Figure 4). Development of such parks shall be consistent with the Park District of the LBMC, unless otherwise specified in this document.

Street Hierarchy

Public rights-of-way shall be reserved, dedicated and improved as provided for in LBMC Chapter 21.47 (Dedication, Reservation and Improvement of Public Rights-of-Way). Refer to Development Agreement (DA) between Boeing and the City for phasing and timing of improvements.

The Director of Public Works shall approve all proposed street improvements as part of the Site Plan Review Process, or as part of the approval for each Final Map.





Note: All on-site infrastructure will be developed in accordance with the infrastructure phasing plan in the Development Agreement (DA).

This map represents the street infrastructure at full build-out but does not include any additional private roads that might be necessary for access to individual buildings within any development parcels.

Figure 5: Street Hierarchy

Parks

At full buildout, PD-32 will include four (4) public parks comprising at least 9.3 gross acres (not including the private portion of the park along 2nd Avenue - see Figure 6). These four (4) parks are located on "F" Street west of 6th Avenue, on 5th Avenue at the terminus of "C" Street, on 2nd Avenue between "A" Street and "C" Street, and the southwest corner of Carson Street and Lakewood Boulevard. All park uses are to be Recreational as defined by the General Plan Open Space and Recreation Element and are to be fully accessible to the public. The Department of Parks Recreation and Marine shall approve all park improvements as part of the Site Plan Review Process, and in accordance with the Master Street Tree Plan. (Refer to Division V: Appendix).

Permitted Uses/ Development Standards

Development of all parks shall comply with the provisions of LBMC Chapter 21.35 (Park District). The following exceptions shall apply:

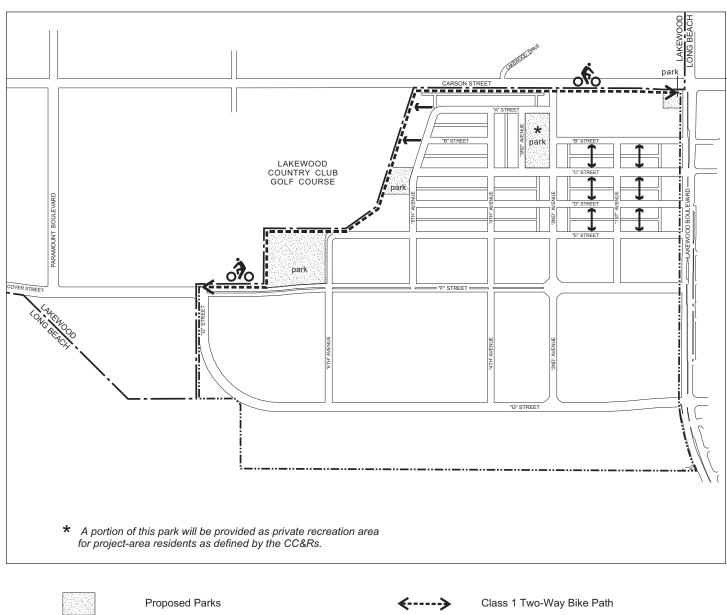
- Campgrounds shall not be permitted.
- Recreational vehicle campgrounds shall not be permitted.

Parking

The number of parking spaces required shall comply with the provisions of LBMC Chapter 21.41 (Off-Street Parking and Loading Requirements). The required parking shall consist of the parking spaces provided on site, if any, as well as curbside parking immediately adjacent to the park.

Exceptions

- Soccer provide twenty (20) spaces per field.
- Half court basketball provide four (4) spaces per court.
- Play structures or play structure surface area provide one (1) space per 500 square feet.
- Bandshell/Amphitheter Developer of Sub Area 8 shall comply with the provisions of LBMC Section 21.41.223 (Parking-Joint use and parking district) for joint use parking conditions. Parking fees shall not be permitted.
- Recreational use (as defined by the General Plan Open Space and Recreation Element) provide two (2) spaces per acre. This supersedes the Open recreation requirements in Table 41-1C of LBMC Section 21.41.216 (Parking-Required number of spaces).
- The park located on the southwest corner of Lakewood Blvd. and Carson St. does not require parking.





Note: The pedestrian link at the western end of "B" Street may be modified to become a visual link to the Lakewood Country Club Golf course through site plan review process. (See Special Standards for sub area 5)

Note: Paseos shall be located generally at mid-block, and shall be lined up across alleys.

Figure 6: Proposed Parks & Bike Paths

Build-To Lines

Build-to-lines are defined as a continuous building edge at the property lines on designated streets, allowing for occasional breaks in the street wall for features such as entries, courtyards, or mid-block Paseos. They are established in selected locations to create a consistent street edge that defines the street as a pedestrian friendly cohesive space.

Certain streets have mandatory setbacks from the property line and are identified in the section on Setbacks in this document; build-to lines shall be observed at the boundary of such setback. See Special Development Standards (Division 3) in this document for specific requirements and criteria for each sub area.

View Corridors

View corridors follow street alignments and are established to preserve orientation, provide a sense of place through visual linkages to the existing golf course, proposed park space and the Airport. No building or portion thereof shall block a view corridor. In the case of the designated view corridor terminating in the park at the end of "B" street, such view corridor may terminate in the recreation building located at the park, as long as the building is designed in a manner that reflects its importance.

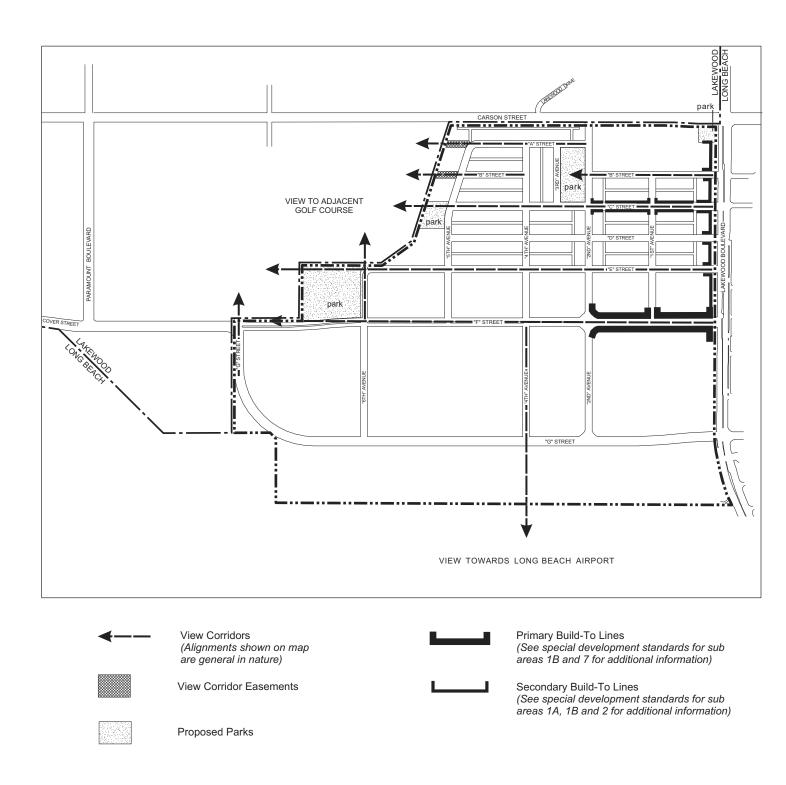


Figure 7: Build-To Lines & View Corridors

Generalized Height Zones

PD-32 has two types of height restrictions, and the most restrictive provision shall apply in every instance.

Federal Aviation Administration (FAA)

All building heights shall conform to the Long Beach Airport – Runway Approach Zones – Standard for determining obstruction in air navigation – as per Part 77 of federal aviation regulations map dated 6-21-1982 (or as updated). The maximum heights depicted on such map are measured by mean sea level and must be measured to the highest portion of the structure, including antennas, signs, elevators, mechanical equipment and other appurtenances. The applicant is responsible for thoroughly investigating all restrictions for an individual parcel of land on the site, including the filing and processing of any required forms with the FAA (see Figure 8).

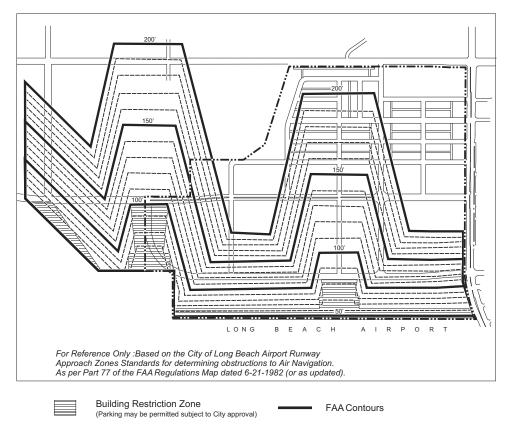
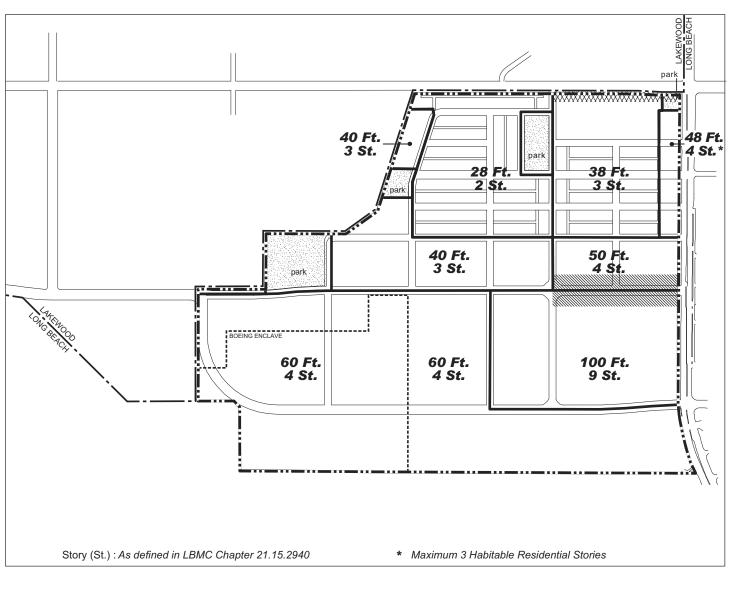


Figure 8: FAA Height Contours



Proposed Parks (Maximum Bldg. Height = 30 Ft. with exceptions for band shells, overhead structures and sculptural elements)

NOTE: The maximum height limits indicated on this map are further detailed in the special development standards. These heights shall be used in conjunction with Part 77 of the FAA Regulations Map dated 6-21-1982 (or as updated).



Mixed-Use Overlay Zone (See special development standards for sub areas 1A & 7)



35-foot height limitation
This height zone runs from the curb at Carson
Street to a line 100 ft. south of the curb, and
from Lakewood Blvd. at the east to 2nd Street
along the west. (See special development
standards for sub area 3)

Figure 9: Generalized Height Zones

PD-32 Height Zones

All building heights shall be consistent with the definition of height contained in LBMC Section 21.15.1330, and shall be measured from the curb to the top of the parapet or mid-point of a sloping roof of the proposed structures. Unoccupied architectural features may exceed these limitations through the Site Plan Review process, provided such features are consistent with the Urban Design intent of marking project entries, establishing street wall edges, and/or creating visual markers.

Figure 9 establishes the maximum permitted building heights in both feet and stories. A measurement of height shall use the definition of height contained in LBMC Section 21.15.1330.

Exceptions

• Exceptions listed in LBMC Section 21.31.220 shall apply, excluding the R-4-H Height Incentive provisions in such Section.

Stepbacks

Building stepbacks are in addition to building setbacks, and are established to create height and bulk transitions between buildings and public streets/ alleys/ parks, as well as between higher density uses and lower density uses. These transitions shall be controlled by building setback/ stepback requirements as shown in the illustrative sections included in Divisions II and III of this document.

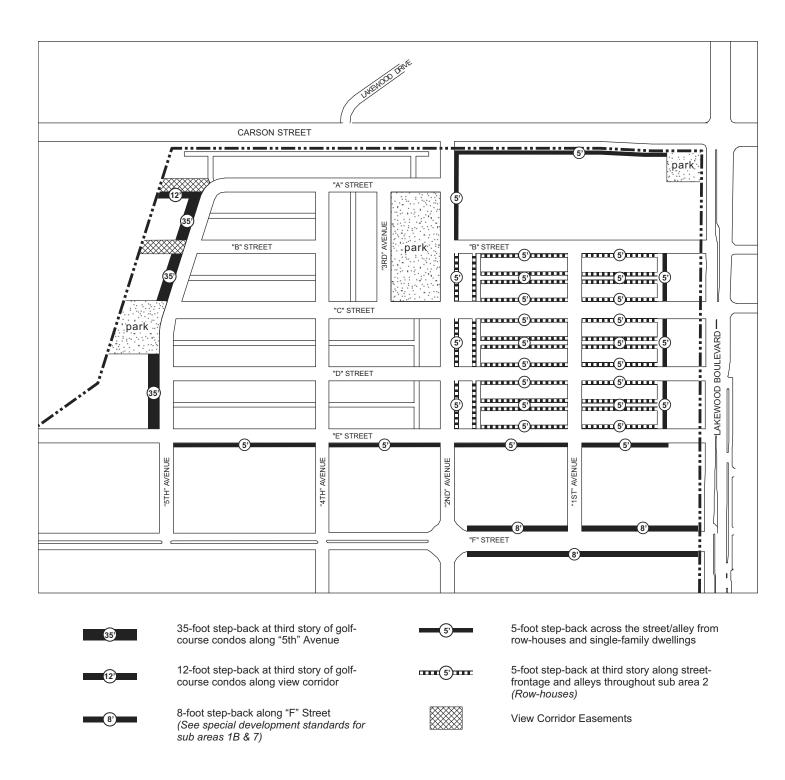


Figure 10: Step-Backs Diagram